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October 18, 2004

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TN REGULATORY AUTHORITY
DOCKET ROOM

PROPRIETARY INFORMATION ENCLOSED

VIA HAND DELIVERY

Hon. Pat Miller, Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37238

Re: *Petition for Exemption of Certain Services*
Docket No. 03-00391

Dear Chairman Miller:

Enclosed are the Exhibits to the Rebuttal Testimony of Kathy Blake on behalf of BellSouth. These exhibits are proprietary and are being submitted under separate cover pursuant to the terms and conditions of the Protective Order entered in this matter. Copies of the enclosed are being provided to counsel of record

Cordially,

Joelle Phillips

A large, stylized handwritten signature in black ink, appearing to read "Joelle Phillips", written over the printed name.

JJP:ch

CERTIFICATE OF SERVICE

I hereby certify that on October 18, 2004, a copy of the foregoing document was served on the parties of record, via the method indicated:

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